



SOUTHWEST CHAPTER

Fall Conference

September 13, 2019

**Marriott Rivercenter
101 Bowie St.
San Antonio, Texas**

ESOPS

The Future's so

Bright

We Gotta Wear



Shades

Conference Schedule

Thursday September 12, 2019

6:00 – 8:00 pm

Reception and Employee Ownership Foundation Silent Auction

Friday September 13, 2019

7:30 am

Registration & Continental Breakfast

8:00 am

Introductions

S. R. "Randy" Williams, Southwest Chapter President

8:15 am

General Session

ESOPs and Words: Do we get so caught up in the words related to the ESOP that we miss what employee ownership really means?

Cindy Prodoehl, Principal Financial Group

9:45 am

Track One

How to get New and/or Young Employee-Owners Excited about the ESOP: It is often very difficult for new and younger employees to understand and see the value of an ESOP. In fact, many employees of ESOP companies don't even know that they are an ESOP. This session will give you 10 ideas on how to engage these employees and answer the following questions: How the ESOP works? / What's in it for them? / What role do they play? / How can they affect the value of the company?

John Williams, Central States Manufacturing

Track Two

An ESOP Success Story - Sierra Aluminum: This presentation will discuss Sierra Aluminum Company's history from its inception through its various stages of ESOP ownership, operation during the Great Recession, DOL review, investigation, and settlement, the pursuit of strategic alternatives, and how the company was able to maximize ESOP shareholder value. Participants will hear about why founders choose ESOPs, understand ESOP transaction structuring considerations, learn tips on how to manage a company during a recession, know the do's and don'ts regarding a DOL investigation, and understand when, why, and how a Board should explore its strategic alternatives. The session will also review key considerations when exploring a sale of a company.

Greg Fresh, Chartwell Financial Advisory

11:00 am

Track One

Succession System Development: This session will showcase how an ESOP company's commitment to creating a fair and transparent CEO Transition process led to a very successful CEO Transition, and how their ongoing commitment to leadership development is attending to the future leadership pipeline and sustainability of the company. Hear the story of Aqua Engineers, about their success, the challenges and the pit falls, and how to avoid them.

Kathleen Cane McInerney, Praxis Consulting Group, Inc. and David Paul, Aqua Engineers

Conference Schedule (continued)

11:00 am

Track Two

Synthetic Equity in an ESOP Company: This session will discuss the use of synthetic equity in the initial ESOP transaction and in an ongoing ESOP environment. Learn how and why ESOP Companies use phantom stock, stock appreciation rights (SARs) and other forms of synthetic equity to retain, motivate and drive performance.

Wayne Isaacks, Isaacks & Associates, Ltd., LLP

12:00 pm

Lunch & Silent Auction Winners

1:30 pm

Track One

Capturing Your Intellectual Capital for Sustainability and Growth: The employee-owners in your ESOP company are the repositories of knowledge that form the core of your "Intellectual Capital." Much of your intellectual capital goes to bed at night, goes on vacation, retires or moves on to the next company they start or join. It may not return to the office one day. As employee-owners, everyone "owns" the Intellectual Capital of their fellow owners. ESOPs have the opportunity (one might even say duty) to capture that capital and keep it alive. Both your ESOP's sustainability and its growth potential are at stake. This session will share a process referred to as "Brilliance Extraction." It makes it easier to capture and preserve your Intellectual Capital; even when your subject matter experts are very busy. The session will also cover how you can grow faster with the knowledge you have extracted and documented.

Stephie Althouse, ESOP.io

Track Two

ESOP Sustainability: A high level discussion of ESOP company objectives, why ESOP companies sell, and methods that may counteract the forces that push an ESOP company to sell.

Paul Trost, JP Morgan ESOP Advisory Group and Allison Wilkerson, McDermott Will & Emery LLP

2:45 pm

Track One

ESOP Communication/Culture Roundtables: Roundtable topics will be determined by the conference participants on conference day.

Facilitators: Cindy Prodoehl, Principal Financial Group & John Williams, Central States Manufacturing

Track Two

Legal Issues to Consider When Buying or Selling an ESOP Company: Corporate acquisitions by themselves are fraught with a myriad of concerns for both the buyer and the seller. When the target company has an ESOP, there are additional complexities and concerns not seen in most corporate acquisitions. Purchasing or selling an ESOP company requires an added layer of due diligence, which often results in additional cost to the acquisition. By devoting special attention to the peculiar issues associated with the acquisition or sale of an ESOP company, the complications and costs of completing the transaction can be minimized.

Jason Ray, Morgan Lewis & Bockius LLP

4:00 pm

Conference Adjourns

Calendar of Events

October 4, 2019
Houston Area BBQ Cook-Off
Vermeer Texas-Louisiana
Cypress, Texas

October 11, 2019
Central TX Area BBQ Cook-Off
AirBorn, Inc.
Georgetown, Texas

October 18, 2018
DFW Area BBQ Cook-Off
Vermeer Texas-Louisiana
Irving, Texas

[Visit the SWC Website for More Information](#)

Thank You to the
SWC Committee Members

Fall Conference Committee

Wendy Lankes, Chair, SES ESOP Plan Services
Brett Billups, Austin Industries, Inc.
Amanda Harris, Hossley Lighting Associates
Kelli Meyer, Vermeer Texas-Louisiana
Owen Schmidt, Principal Financial Group
Chris Thiel, Alterman
Allison Wilkerson, McDermott Will & Emery, LLP
Ken Winslow, Benefit Capital SouthWest, Inc.

Employee Ownership Foundation Silent Auction Committee

Jim Schranz, SWC Administrator
Jim Hirsch, Air Tractor, Inc.

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Conference Registration

Member:

Early bird registration \$325 if registered by August 20th

Regular price is \$360 August 21st and after

Non-Member:

Early bird registration \$500 if registered by August 20th

Regular price is \$550 August 21st and after

[Click Here to Login and Register for the Conference](#)

Hotel Reservations

A limited number of rooms have been reserved at a rate of \$185 per night (plus tax). After August 21, 2019 rooms will be subject to availability and at regular pricing. The room block is listed as "The ESOP Association".

To make or change a room reservation at the Marriott Rivercenter

Call 1-877-622-3056

or

[Click Here to Register Online](#)

[For more information contact:](#)

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